

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

WAYNE BALIGA, derivatively on behalf of
LINK MOTION INC. (F/K/A NQ MOBILE INC.)

Plaintiff,

-against-

LINK MOTION INC. (F/K/A NQ MOBILE
INC.), VINCENT WENYONG SHI, JIA LIAN,
XIAO YU,

Defendants,

-and-

LINK MOTION INC. (F/K/A NQ MOBILE
INC.),

Nominal Defendant.

Civil Action No.: 1:18-cv-11642

**DECLARATION OF JAE H. CHO IN
SUPPORT OF MOTION TO
INTERVENE**

JAE H. CHO declares, pursuant to 28 U.S.C. 1746, as follows:

1. I am an attorney duly admitted to practice law before the United States District Court for the Southern District of New York. I am counsel of record for Intervenor-Plaintiff China AI Capital Limited (“Intervenor-Plaintiff”).

2. I make this declaration in support of Intervenor-Plaintiff’s motion for an Order granting Intervenor-Plaintiff (i) leave, pursuant to Fed. R. Civ. Proc. 24(a)(2), to intervene as of right and file its Third-Party Complaint and (ii) modifying, pursuant to Fed. R. Civ. Proc. 60, the preliminary injunction and receivership entered in the Court’s February 1, 2019 order (ECF Dkt. No. 26).

3. Annexed hereto as **Exhibit 1** is a true and correct copy of the register of shareholders of Link Motion Inc. dated October 22, 2018.

4. Annexed hereto as **Exhibit 2** is a true and correct copy of an excerpt of the Form F-1 filed with the S.E.C. on or about March 15, 2011. This excerpt was obtained from the S.E.C.'s EDGAR website.

5. Annexed hereto as **Exhibit 3** is a true and correct copy of the Sixth Amended and Restated Memorandum of Association of Netqin Mobile, Inc. (n/k/a Link Motion Inc.) filed with the S.E.C. on or about March 15, 2011.

6. Annexed hereto as **Exhibit 4** is a true and correct copy of a press release filed with the S.E.C. on or about December 10, 2014.

7. Annexed hereto as **Exhibit 5** is a true and correct copy of a press release filed with the S.E.C. on or about December 18, 2015

8. Annexed hereto as **Exhibit 6** is a compilation of true and correct copies of press releases filed with the S.E.C. in connection with divestment activities of Link Motion Inc.

9. Annexed hereto as **Exhibit 7** is a true and correct copy of a disclosure filed with the S.E.C. on or about September 10, 2018 regarding the special committee's investigation.

10. Annexed hereto as **Exhibit 8** is a true and correct copy of the Verified Shareholder Derivative Complaint verified by Plaintiff Wayne Baliga ("Baliga") on December 13, 2018 (ECF Dkt No 1, the "Complaint").

11. Annexed hereto as **Exhibit 9** is a true and correct copy of the Reply Affidavit of Baliga, dated January 24, 2019 (ECF Dkt No 25).

12. Annexed hereto as **Exhibit 10** is a true and correct copy of an Order, dated February 1, 2019, granting a preliminary injunction and appointing Robert W. Seiden as receiver (ECF Dkt No 26).

13. Annexed hereto as **Exhibit 11** is a true and correct copy of a Form 6-K filed by the receiver on or about March 26, 2019.

14. Annexed hereto as **Exhibit 12** is a true and correct copy of the Declaration of Vincent Shi, dated May 21, 2019. (ECF Dkt No 60).

15. Annexed hereto as **Exhibit 13** is a true and correct copy of the Affidavit of Wayne Baliga, dated April 26, 2019. (ECF Dkt No 49).

16. Annexed hereto as **Exhibit 14** is a true and correct copy of the Court's June 11, 2019 Decision & Order. (ECF Dkt No 64).

17. Annexed hereto as **Exhibit 15** is a true and correct copy of the First Amended Verified Shareholder Derivative Complaint, dated June 20, 2019. (ECF Dkt No 65).

18. In the original Notice of motion to intervene Intervenor-Plaintiff was inadvertently named as "AI Capital China," Intervenor-Plaintiff should be named "China AI Capital Limited."

19. Wherefore, Intervenor-Plaintiff China AI Capital Limited respectfully requests the Court to enter an Order (i) granting Intervenor-Plaintiff leave to join this action as a party and file its Complaint in Intervention; (ii) modifying the Order, dated February 1, 2019, (a) to dissolve the preliminary injunction granted therein, (b) terminating all powers and authority of the receiver, (c) returning to the Board of Directors its powers and authorities under the corporate documents of Link Motion Inc. and the laws of the Cayman Islands, and (d) directing the receiver to account for all activities, and granting such other and further relief as the Court deems just and proper.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on: March 5, 2020

/s/ Jae H. Cho

Jae H. Cho